

MEMORANDUM OF OIL AND GAS LEASE

West Virginia

The undersigned John G. Terry, a single man
 of 3745 Whetzel Wheeling WV 26033 as Lessor
 and **TriEnergy Holdings, LLC, P.O. Box 89, Sewickley, PA 15143**, as Lessee, entered into an Oil and
 Gas Lease as of the 16 day of August, 2010. Said lease covers all that certain tract of land
 situate in the District of Sandhill, in Marshall County, State of West Virginia, bounded
 and described generally as follows:

On the North by: n/f:

On the East by: n/f:

On the South by: n/f:

On the West by: n/f:

Tax Parcel No: 12-16-7

Containing 1.80 acres, more or less, being the same land conveyed by _____
 and recorded in the records of
 said county in Book 645, Page 248.

Under the terms of the aforesaid lease, the said property was leased by Lessor to Lessee for a term of Five (5) years from the date thereof and so long thereafter as oil or gas are produced from said land in
 paying quantities or the lease is otherwise maintained pursuant to the provisions thereof.

Under the terms of said lease, the Lessee has a first option to renew the lease for a further like term,
 which option must be exercised within sixty (60) days of the expiration of the initial primary term of said
 lease.

Dated: August 16, 2010.

WITNESS:

LESSOR:

John G. Terry (SEAL)
 John G. Terry

[Signature] (SEAL)
 Approved by:

Joe Bojalad, President
 TriEnergy Holdings, LLC

Jan Pest
 MARSHALL County 09:38:00 AM
 Instrument No 1294410
 Date Recorded 11/05/2010
 Document Type O&G
 Pages Recorded 2
 Book-Page 711-507
 Recording Fee \$5.00
 Additional \$6.00

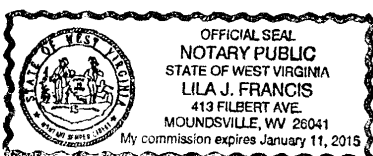
State of WV)
)
 County of MARSHALL) SS:

On the 16 day of August in the year 2010, before me, the undersigned, a
 Notary Public in and for said state, personally appeared John G. Terry, a single man,
 personally known to me or proved to me on the basis of satisfactory evidence to be the individual(s) whose name(s)
 is (are) subscribed to the within instrument and acknowledged to me that he/she/they executed the same in
 his/her/their capacity(ies), and that by his/her/their signature(s) on the instrument, the individual(s), or the person
 upon behalf of which the individual(s) acted, executed the instrument

IN WITNESS WHEREOF, I hereunto set my hand and official seal.

My Commission Expires: Jan 11 2015

Lila J. Francis
 Notary Public



CORPORATIONState/Commonwealth of: PennsylvaniaCounty of: Allegheny SS:

Before me a Notary Public in and for said county and state personally appeared: Joe
Joseph E. Bojalad, the President
 of TriEnergy Holdings, LLC, the above named corporation, who acknowledged to me that they did execute the foregoing
 instrument for and on behalf of said corporation, pursuant to authority so to do of said corporation and that the same is the free act
 and deed of said corporation and of themselves as such officers, for the uses and purposes therein set forth.

In Testimony Whereof, I have hereunto set my hand and affixed my official seal at Scranton, PA this 1st day of
November, 2010.

My Commission expires: 9/24/2013

Debra W. Reid
 Notary Public



STATE OF WEST VIRGINIA, MARSHALL COUNTY, SCT.:

I, JAN PEST, Clerk of the County Commission of said County, do hereby certify that the annexed writing, bearing
 date on the 16th day of August, 2010, was presented for and by me, admitted to record in my office upon the
 above certificate as to the parties therein named this 5th day of November, 2010 at 9:38 o'clock A.M.

TESTE: Jan Pest Clerk.